

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re :  
: Chapter 11  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: Case No. 18-23538 (RDD)  
: Debtors.<sup>1</sup> : (Jointly Administered)  
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**NOTICE OF RECLAMATION DEMAND OF  
HAIER U.S. APPLIANCE SOLUTIONS, INC. d/b/a GE APPLIANCES**

**PLEASE TAKE NOTICE** that Haier U.S. Appliance Solutions, Inc. d/b/a GE Appliances (“Claimant”) files this notice of delivery of a written demand letter dated November 1, 2018 on the above captioned debtors and debtors in possession (the “Debtors”). Demand is thereby made, pursuant to 11 U.S.C. § 546(c), Section 2-702 of the Uniform Commercial Code, and applicable non-bankruptcy law, to reclaim certain goods (the “Goods”) which were sold by Claimant to the Debtors in the ordinary course of business, and which were received by the Debtors during the 45 days prior to the filing of the Debtors’ chapter 11 bankruptcy cases.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SRC Sparrow 1 LLC (None); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); SRC Sparrow 2 LLC (None); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); SRC O.P. LLC (None); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); SRC Facilities LLC (None); and SRC Real Estate (TX), LLC (None). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Debtors were insolvent during this period. Claimant incorporates herein by reference a copy of its formal reclamation demand letter attached as Exhibit 1,<sup>2</sup> which has been delivered to the Debtors and counsel by overnight mail and electronic mail. The demand is timely pursuant to 11 U.S.C. § 546(c)(1)(B).

PLEASE TAKE FURTHER NOTICE that Claimant reserves all of its rights with respect to the Goods, including, without limitation: (i) its right to be paid in the ordinary course of business as a post-petition creditor of the Debtors to the extent the Goods were delivered to the Debtors on or after October 15, 2018; (ii) its right to assert a 20-day administrative priority claim pursuant to 11 U.S.C. § 503(b)(9); (iii) its right to assert a “new value” defense to any preference demand pursuant to 11 U.S.C. § 547(c)(4) or any other available defense; (iv) its right to demand payment of any portion of these invoices as a “cure” payment in connection with the Debtors’ assumption of any executory contract, if any, pursuant to 11 U.S.C. § 365; (v) its right to seek payment of its prepetition invoices from any non-debtor parties that are co-obligors; (vi) its right to file additional demands or claims, including without limitation, a proof of claim; and/or (vii) its right to assert any other rights under applicable law. By filing this Notice, Claimant does not consent to entry of final orders of the bankruptcy court on non-core issue and claims, and does not waive any jurisdictional defenses and Claimant reserves its rights to amend this Notice.

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<sup>2</sup> Claimant has not included the enclosure to the reclamation demand in its filing because it contains confidential information and is voluminous. Claimant has provided the enclosure to Debtors’ counsel and the Debtors with the demand.

Dated: November 1, 2018  
Louisville, Kentucky

**FULTZ MADDUX DICKENS PLC**

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-and-

Dated: November 1, 2018  
New York, New York

**KLESTADT WINTERS JURELLER  
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